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Proposed Attorneys for Chapter 11  
Debtor and Debtor in Possession

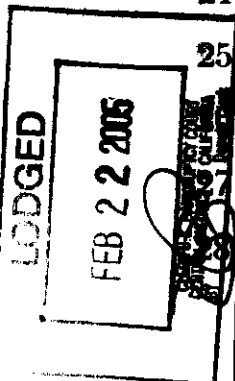
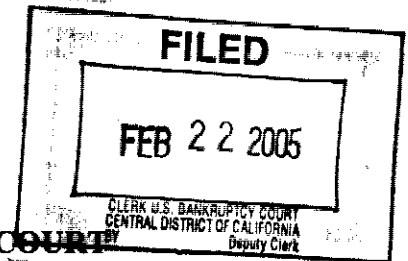
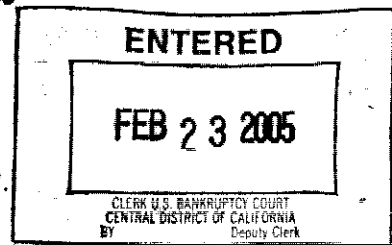
**UNITED STATES BANKRUPTCY COURT  
CENTRAL DISTRICT OF CALIFORNIA  
(LOS ANGELES DIVISION)**

In re:

AVUS LLC,

Debtor.

- ) Case No. LA 05-13133-VZ
- )
- ) Chapter 11 Case
- )
- ) **ORDER AUTHORIZING DEBTOR TO:**
- ) **(A) PAY PRE-PETITION PRIORITY**
- ) **WAGES AND COMMISSIONS; (B)**
- ) **HONOR PRE-PETITION ACCRUED**
- ) **VACATION AND SICK LEAVE**
- ) **BENEFITS; (C) HONOR EXPENSE**
- ) **REIMBURSEMENT POLICY; (D) PAY**
- ) **THE SEVERANCE CLAIMS OF**
- ) **CERTAIN EMPLOYEES WHO WILL**
- ) **BE TERMINATED POST-PETITION;**
- ) **AND (E) KEEP PRE-PETITION**
- ) **PAYROLL ACCOUNT OPEN**
- )
- )
- ) **Hearing:**
- ) Date: February 22, 2005
- ) Time: 10:30 a.m.
- ) Place: Courtroom "1368"
- ) 255 East Temple Street
- ) Los Angeles, California
- )
- )



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2 A hearing was held on February 22, 2005 at 10:30 a.m., before the Honorable Vincent P.  
3 Zurzolo, United States Bankruptcy Judge for the Central District of California, in his Courtroom  
4 1368 located at 255 East Temple Street, Los Angeles, California, to consider the emergency  
5 motion (the "Motion") filed by Avus LLC, the debtor and debtor in possession in the above-  
6 referenced Chapter 11 bankruptcy case (the "Debtor"), for the entry of an order to: (1) pay  
7 prepetition priority wages and commissions to its employees in the total amount of  
8 approximately \$60,000, which amount consists of wages and commissions that are due to be paid  
9 on March 4, 2005 for the prepetition period of February 14, 2005 through February 16, 2005 and  
10 outstanding checks for wages and commissions for the prepetition period of January 31, 2005  
11 through February 13, 2005; (2) honor accrued vacation and sick leave benefits in the ordinary  
12 course of the Debtor's business; (3) honor accrued expenses of the Debtor's employees for the  
13 benefit of the Debtor upon their request in the ordinary course of the Debtor's expense  
14 reimbursement policy, provided that no employee shall receive in value over \$4,925 on account  
15 of all such prepetition claims; (4) pay severance to certain employees (the "Severance Claims")  
16 who the Debtor plans on terminating the week of February 22, 2005 [in an amount not to exceed  
17 \$35,000]; and (5) keep the Debtor's pre-petition payroll account (the "Payroll Account") open so  
18 that ADP, the payroll service that issues payroll checks for the Debtor's employees, may continue  
19 to withdraw payroll funds from the Payroll Account. Appearances were made as set forth on the  
20 record of this Court.  
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24 The Court, having considered the Motion and all papers filed by the Debtor in support of  
25 the Motion, and the oral arguments and statements of counsel made at the hearing on the Motion,  
26 and proper notice of the Motion and the hearing on the Motion having been provided, and good  
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2 cause appearing therefore, the Court hereby orders as follows:

3 A. The Motion is hereby granted upon the terms and conditions set forth in this Order.

4 B. The Debtor is hereby authorized to:

- 5  
6 i. pay pre-petition priority wages and sales commissions in the total amount of  
7 approximately \$60,000, which amount consists of wages and commissions that  
8 are due to be paid on March 4, 2005 for the pre-petition period of February 14,  
9 2005 through February 16, 2005 and outstanding checks for wages and  
10 commissions for the prepetition period of January 31, 2005 through February 13,  
11 2005;  
12  
13 ii. honor accrued vacation and sick leave benefits in the ordinary course of business;  
14  
15 iii. reimburse its employees for those expenses incurred for the Debtor's benefit upon  
16 their request, in an amount not to exceed \$7,500, in the ordinary course of  
17 business; and  
18  
19 iv. to pay the Severance Claims (as defined in the Motion) in an amount not to  
20 exceed \$35,000.

21 C. Wells Fargo Bank shall leave the Payroll Account open <sup>until March 15, 2005</sup> so that ADP may continue to  
22 withdraw payroll funds from the Payroll Account.

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2 D. Wells Fargo Bank is hereby ordered to honor all pre-petition payroll checks drawn on the  
3 Payroll Account that were outstanding as of the Petition Date (in an amount not to exceed  
4 \$20,000).  
5

6  
7 Dated: \_\_\_\_\_



THE HONORABLE VINCENT P. ZURZOLO  
UNITED STATES BANKRUPTCY JUDGE

RON BENDER (SBN 143364)  
SUSAN K. SEFLIN SBN 213865)  
LEVENE, NEALE, BENDER & RANKIN L.L.P.  
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(310) 229-1234

Attorney for: Debtor and Debtor in Possession

**UNITED STATES BANKRUPTCY COURT  
CENTRAL DISTRICT OF CALIFORNIA**

In re:  
AVUS LLC

Debtor.

CHAPTER 11 CASE NUMBER  
LA 05-13133-VZ

**NOTICE OF ENTRY JUDGMENT OR ORDER  
AND CERTIFICATE OF MAILING**

TO ALL PARTIES IN INTEREST ON THE ATTACHED SERVICE LIST:

1. You are hereby notified, pursuant to Local Bankruptcy Rule 9021-1(1)(a)(v), that a judgment or order entitled *(specify)*:  
entered on *(specify date)*: 2/23/05

**ORDER AUTHORIZING DEBTOR TO: (A) PAY PRE-PETITION PRIORITY WAGES AND COMMISSIONS; (B) HONOR PRE-PETITION ACCRUED VACATION AND SICK LEAVE BENEFITS; (C) HONOR EXPENSE REIMBURSEMENT POLICY; (D) PAY THE SEVERANCE CLAIMS OF CERTAIN EMPLOYEES WHO WILL BE TERMINATED POST-PETITION; AND (E) KEEP PRE-PETITION PAYROLL ACCOUNT OPEN**

2. I hereby certify that I mailed a copy of this notice and a true copy of the order or judgment of the persons and entities on the following parties on *(specify date)*: 2/23/05

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Avus LLC  
14415 Don Julian Road  
La Puente, CA 91746

Counsel for GE  
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333 South Grand Avenue, 38th Floor  
Los Angeles, CA 90071-1543

U.S. Trustee  
Attn: Ron Maroko  
Ernst & Young Plaza  
725 S. Figueroa Street, 26th Floor  
Los Angeles, CA 90017

Dated: 2/23/05

**JON D. CERETTO**  
Clerk of the Bankruptcy Court

by:   
Deputy Clerk